

Union Tank Car Company

90 Half Day Road  
Lincolnshire, Illinois 60015

Direct Tel. No.:

Law Department

RECORDATION NO. 12410-B Filed 1425

JAN 27 1981 -9 45 AM

INTERSTATE COMMERCE COMMISSION



27 1981 -9 45 AM

INTERSTATE COMMERCE COMMISSION

An Affiliate of  
Trans Union Corporation

January 27, 1981

No. 1-027A070

Date JAN 28 1981

Fee \$ 20.00

ICC Washington, D. C.

Interstate Commerce Commission  
12th and Constitutional Avenue  
Washington, D. C. 20423

Re: Filing of Release -  
Recordation No. 12410

Gentlemen:

This refers to the Loan and Security Agreement (Series A) (the "Agreement") dated as of November 1, 1980, between Union Tank Car Company, 90 Half Day Road, Lincolnshire, Illinois 60015 (the "Company") and Continental Illinois National Bank and Trust Company of Chicago, 231 South LaSalle Street, Chicago, Illinois 60693 (the "Bank"). The Agreement was filed with your office on November 14, 1980, and assigned recordation number 12410.

A The Agreement was amended as of January 27, 1981 by Amendment No. 2 thereto to evidence the substitution under the Agreement of 25 railroad cars described in Schedule A attached hereto for the 250 railroad cars described in Schedule B attached hereto. An original and two certified counterparts of such amendment are included herewith for recordation pursuant to 49 U.S.C. §11303.

B Also enclosed for recordation is an original and two certified counterparts of a Release dated as of January 27, 1981, which relates to the railroad cars listed in Schedule B attached hereto. The Release is included herewith for recordation to clearly indicate of record that the Bank has assigned to the Company all of its right, title and interest in and to such railroad cars and that the Bank has released such railroad cars from any encumbrance with respect thereto in favor of the Bank.

We enclose herewith our check in the amount of \$20 payable to the Interstate Commerce Commission to cover the recordation fees.

RECEIVED

RECEIVED  
OPERATION BR.  
I.C.C.

*Mrs. Lee  
The letters for  
the two documents  
under 12410 are  
as indicated below:*

*Enclosed  
for Mr. Harris*

Interstate Commerce Commission  
January 27, 1981  
Page Two

Please return the original copy of Amendment No. 2  
and the Release to the undersigned.

Very truly yours,

A handwritten signature in cursive script, appearing to read "A. B. Hillman".

A. B. Hillman  
General Attorney

ABH:mw

Enclosures

# SCHEDULE A

## DESCRIPTION OF TRUST EQUIPMENT

QUANTITY	A.A.R. MECHANICAL DESIGNATION CODE	CAPACITY IN GALLONS	ROAD NUMBERS
-----	-----	-----	-----
11	TPI	33,800	98509, 98513-98514, 98517-98518 98520, 98523-98524 98526-98528
-----			
11	TOTAL		

SCHEDULE A

DESCRIPTION OF TRUST EQUIPMENT

QUANTITY	A.A.R. MECHANICAL DESIGNATION CODE	CAPACITY IN GALLONS	ROAD NUMBERS
6	COVERED HOPPER	2,100 CUFT	UNPX121965-UNPX121970
8	TMI	15,500	69464-69470,69473
14	TOTAL		
25	TOTAL		

# SCHEDULE B

## DESCRIPTION OF TRUST EQUIPMENT

QUANTITY	A.A.R. MECHANICAL DESIGNATION CODE	CAPACITY IN GALLONS	ROAD NUMBERS
73	BOX CAR	70 TON	WCTR102572, WCTR102593 WCTR102615 WCTR102617 WCTR102620 WCTR102629 WCTR102637 WCTR102690-WCTR102691 WCTR102694 WCTR102704 WCTR102706 WCTR102717 WCTR102724-WCTR102727 WCTR102733-WCTR102734 WCTR102745-WCTR102798

73 TOTAL

# SCHEDULE B

## DESCRIPTION OF TRUST EQUIPMENT.

QUANTITY	A.A.R. MECHANICAL DESIGNATION CODE	CAPACITY IN GALLONS	ROAD NUMBERS
144	BULKHEAD FLAT	100 TON	BCOL866800,BCOL866806 BCOL866813-BCOL866871 BCOL866873-BCOL866899 CP317410-CP317465
14	COVERED HOPPER	2,100 CUFT	UNPX121911-UNPX121924
2	COVERED HOPPER	4,650 CUFT	UNPX120396,UNPX120401
10	TMI	15,500	69487,69489-69496,69498
2	TMI	20,000	73466,73468
5	TPI	17,300	89006,89009,89011-89012 89029
-----			
177	TOTAL		
-----			
250	TOTAL		
=====			

12410: A

STATE OF ILLINOIS     )  
                              ) SS  
COUNTY OF LAKE        )

RECORDATION NO. 12410-A Filed 1425

JAN 27 1981 -9 45 AM

INTERSTATE COMMERCE COMMISSION

C E R T I F I C A T E

The undersigned, Marcia C. Weiner, a Notary Public in and for said County, states that she compared the attached copy of the Amendment to Loan and Security Agreement dated as of January 27, 1981, with the original document, and certifies that it is a true and correct copy in all respects.

IN WITNESS WHEREOF, the undersigned has hereunto affixed her signature and notarial seal this 27th day of January, 1981.

Marcia C. Weiner  
Notary Public

MY COMMISSION EXPIRES June 18, 1984

AMENDMENT NO. 2

TO

LOAN AND SECURITY AGREEMENT

This Amendment dated as of January 27, 1981 by and between Union Tank Car Company, a Delaware corporation (hereinafter called the "Company"), and Continental Illinois National Bank and Trust Company of Chicago, a national banking association (hereinafter called the "Bank").

WHEREAS, the parties hereto have previously entered into a Loan and Security Agreement dated as of November 1, 1980 (Series F) (the "Agreement"); and

WHEREAS, the Company has filed with the Bank its Request for a Substitution of Equipment pursuant to Section 3.09 of the Agreement; and

WHEREAS, the Company desires to comply with Section 3.09 of the Agreement by the execution of an amendment thereto, to evidence the inclusion of the aforesaid Equipment as a part of the Equipment under the Agreement;

NOW, THEREFORE, in consideration of the premises and of the sum of One Dollar to it duly paid by the Bank at the execution of these presents, the receipt whereof is hereby acknowledged, the Company covenants and agrees with the Bank as follows:

ARTICLE ONE

Substitution of Equipment

The Equipment described in Schedule A hereto is hereby substituted for the Equipment specifically described in Schedule A of the Agreement and Schedule B hereto.

ARTICLE TWO

Substituted Equipment Subject to Agreement

The Company hereby grants to the Bank a continuing security interest in the Equipment described in Schedule A and such Equipment is hereby included as part of the Collateral under the Agreement and is and shall be subject to all the terms and conditions of the Agreement in all respects as though it had been part of the Collateral specifically described in the Trust Agreement.



ARTICLE THREE

Miscellaneous Provisions

Except as hereby expressly provided, the Agreement is in all respects ratified and confirmed and all the terms, provisions and conditions thereof shall be and remain in full force and effect.

This Amendment may be executed in any number of counterparts, each of which shall be an original, but such counterparts shall together constitute but one and the same instrument.

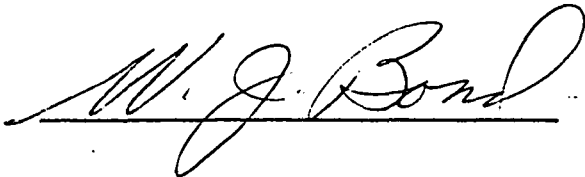
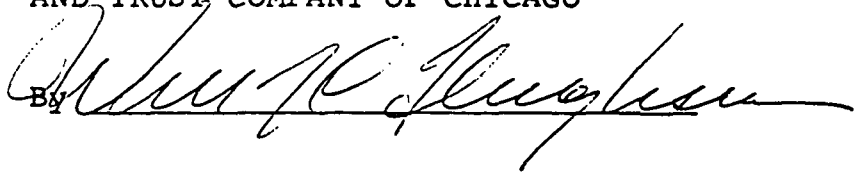
IN WITNESS WHEREOF, the Company and the Bank have caused their names to be signed hereto by their respective officers thereunto duly authorized and their respective corporate seals, duly attested, to be hereunto affixed as of the day and year first written.

(CORPORATE SEAL)

CONTINENTAL ILLINOIS NATIONAL BANK  
AND TRUST COMPANY OF CHICAGO

ATTEST:

By

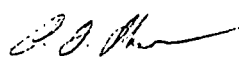


(CORPORATE SEAL)

UNION TANK CAR COMPANY

ATTEST:

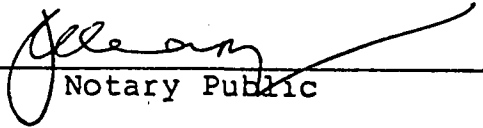
By

  
Vice President and Treasurer

  
Assistant Secretary

STATE OF ILLINOIS     )  
                              ) SS:  
COUNTY OF COOK        )

On this 22 day of January, 1981, before me personally appeared Wm J E HUGHSON, to me personally known, who being by me duly sworn, says that he is a Vice President of CONTINENTAL ILLINOIS BANK AND TRUST COMPANY OF CHICAGO, that one of the seals affixed to the foregoing instrument is the corporate seal of said Bank, that said instrument was signed and sealed on behalf of said Bank by authority of its Board of Directors and he acknowledged that the execution of the foregoing instrument was the free act and deed of said Bank.

  
Notary Public

My Commission expires:

4-15-1982

(Notarial Seal)

STATE OF ILLINOIS     )  
                              ) SS:  
COUNTY OF LAKE        )

On this 21<sup>st</sup> day of January, 1981, before me personally appeared P. J. JOHNSON, to me personally known, who, being by me duly sworn, says that he is Vice President and Treasurer of UNION TANK CAR COMPANY, a Delaware corporation, that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

  
Notary Public

My Commission expires:

June 18, 1984

(Notarial Seal)

# SCHEDULE A

## DESCRIPTION OF TRUST EQUIPMENT

QUANTITY	A.A.R. MECHANICAL DESIGNATION CODE	CAPACITY IN GALLONS	ROAD NUMBERS
11	TPI	33,800	98509, 98513-98514, 98517-98518 98520, 98523-98524 98526-98528
11	TOTAL		

# SCHEDULE A

## DESCRIPTION OF TRUST EQUIPMENT

QUANTITY	A.A.R. MECHANICAL DESIGNATION CODE	CAPACITY IN GALLONS	ROAD NUMBERS
6	COVERED HOPPER	2,100 CUFT	UNPX121965-UNPX121970
8	TMI	15,500	69464-69470, 69473
-----			
14	TOTAL		
-----			
25	TOTAL		
=====			

# SCHEDULE B

## DESCRIPTION OF TRUST EQUIPMENT

QUANTITY	A.A.R. MECHANICAL DESIGNATION CODE	CAPACITY IN GALLONS	ROAD NUMBERS
73	BOX CAR	70 TON	WCTR102572, WCTR102593 WCTR102615 WCTR102617 WCTR102620 WCTR102629 WCTR102637 WCTR102690-WCTR102691 WCTR102694 WCTR102704 WCTR102706 WCTR102717 WCTR102724-WCTR102727 WCTR102733-WCTR102734 WCTR102745-WCTR102798
73	TOTAL		

# SCHEDULE B

## DESCRIPTION OF TRUST EQUIPMENT

QUANTITY	A.A.R. MECHANICAL DESIGNATION CODE	CAPACITY IN GALLONS	ROAD NUMBERS
144	BULKHEAD FLAT	100 TON	BCOL866800, BCOL866806 BCOL866813-BCOL866871 BCOL866873-BCOL866899 CP317410-CP317465
14	COVERED HOPPER	2,100 CUFT	UNPX121911-UNPX121924
2	COVERED HOPPER	4,650 CUFT	UNPX120396, UNPX120401
10	TMI	15,500	69487, 69489-69496, 69498
2	TMI	20,000	73466, 73468
5	TPI	17,300	89006, 89009, 89011-89012 89029
-----			
177	TOTAL		
-----			
250	TOTAL		
=====			